

To potential Branch Trustees

Dear Member

In advance of this year's AGM 'season' we thought it would be useful to provide some information and guidance on the governance structure of a RAF Association branch which may help you understand the role of a Branch committee member.

Committee members fulfil a vital role in the work of the branch and the Association. Committee members are responsible for running the branch; for ensuring that the branch carries out the important work it was set up to do and that, in doing so, it complies with the Association's Governance Handbook and all legal requirements.

Whilst the information provided in this letter may seem to be detailed, please do not let it put you off standing as a branch committee member. We believe it is important that potential committee members understand what the role entails in advance and the Association is committed to ensuring that all its branch committees receive the necessary support and guidance to carry out their important and worthwhile roles in order to deliver our vision "to ensure that their sacrifice does not result in suffering, poverty or loneliness..."

Legal status of a Royal Air Forces Association branch

Branches are welfare charities, they exist only to deliver the charitable objective set out in the Association's Royal Charter for the benefit of members of Her Majesties Royal Air Forces (serving and veterans) and their dependants. Under the Association's Governance Handbook all branches in England and Wales must register with the Charity Commission, those in Scotland must register with OSCR.

Each Royal Air Forces Association branch is a separate and distinct organisation in its own right, even though all branches share the same rules ("constitution") as the Association which are set out in the Royal Charter, Rules, Byelaws, Area Regulations, and Branch Regulations – together known as the Governance Handbook. Your current Branch Committee will have a copy of this but an online version is available on the Members' Portal on www.rafa.org.uk under Documents / Association Governance/ Governance Documents / Governance Handbook.

The responsibility for running the branch and complying with the law and the Governance Handbook rests solely with the Branch Committee, which is "the governing body of the Branch and shall have the management and control of the affairs of the Branch and the day to day administration of the property and income thereof." (BR10(3)). Branches are unincorporated association which means they do not have a separate legal identity. This means that branches cannot own property or enter into contracts in their own name.

Branches should always be referred to and identified as Royal Air Forces Association – XXX Branch. A useful way of identifying the branch is by its unique registered charity number (where provided). The Association's registered charity number (266686) must never be used by a branch.



Responsibilities of the Branch Committee

As set out above the Branch Committee is the governing body of the branch and, as the Branch is a charity, members of the Committee are charity trustees.

The membership of the Branch Committee is set out at Branch Regulation 4. It shall comprise of a minimum of three Officers and a maximum of eleven.

Chairman	Elected at the AGM each year and may be elected to stand for a term of office of one, two or three years
Treasurer	
Secretary	
Vice Chair	

Each Branch may decide to create other roles on the Branch Committee. These may include Welfare Officer, Membership Secretary and Wings Appeal Organiser. All Branch Committee members must be voted in at an AGM or by an SGM convened for that purpose. The Branch may choose not to elect members into such positions but instead to nominate them in accordance with BR 13.1. Persons who are appointed by function and have not been elected at an AGM have no voting rights on the Branch Committee.

The Branch may also choose to have a President and whether to make the role of President a Committee post or otherwise.

All members of the Branch Committee are charity trustees, not just the officers, and all committee members must be recorded as trustees on the Charity Commission's register. All committee members have the same authority and responsibility - officers do not have more powers by virtue of their role.

It is possible for Committee member to hold more than one "post" and the Charity Commission recommends having at least 3 trustees. However, it is important to recognise that there can be considerable work involved in being a charity trustee and having more people involved is therefore a significant benefit. It is also important to have ongoing succession plans, not least to ensure that there are always 3 individuals on the bank mandate.

Eligibility

To meet the requirements of the RAF Association Governance Handbook and legal requirements, branch committee members must be:

- ⦿ At least 18 years of age
- ⦿ A member of the Royal Air Forces Association (whether Ordinary, Association or Life Members)

Committee members must NOT:

- ⦿ Be an undischarged bankrupt
- ⦿ Be disqualified from acting as a company director or a charity trustee
- ⦿ Have an unspent criminal conviction
- ⦿ Be barred by the Disclosure and Barring Service (DBS)
- ⦿ Be on the Sex Offenders Register
- ⦿ Have been involved in any tax fraud or any other fraudulent behaviour

Members who are unable to meet these eligibility requirements must not stand for election. In the event that they do so and are subsequently found not to be eligible their appointment as a Branch Committee Member ceases automatically. A "declaration of good character" has been developed by the Association and is attached with this letter for this purpose.

Guidance on eligibility criteria for charity trustees is available at <https://www.gov.uk/guidance/trustee-board-people-and-skills#check-prospective-trustees-are-eligible>

Guidance on the fit and proper person test under the Finance Act 2010 is provided by HMRC at <https://www.gov.uk/government/publications/charities-fit-and-proper-persons-test>

Statutory responsibilities

Charity Trustees have specific legal responsibilities set out in charity law including to:-

1. Ensure the charity is carrying out its purpose for the public benefit (this is the object for which the Association and its branches are established, being “the welfare by charitable means of all serving and former members of the Royal Air Forces, their spouses and dependants, together with the widows and widowers and dependants of those who died while serving or subsequently.”).
2. Comply with the Governance Handbook (being the charity’s governance document) and the law.
3. Act in the charity’s best interest.
4. Ensure the charity is accountable.
5. Manage the charity’s resources responsibly.
6. Act with reasonable care and skill (including taking professional advice when necessary).

The Charity Commission provide very helpful information in their publication “The Essential Trustee” at <https://www.gov.uk/government/publications/the-essential-trustee-what-you-need-to-know-cc3>; a briefer version can be found at; <https://www.gov.uk/guidance/charity-trustee-whats-involved>. On the Members’ Portal of the website you will also find a copy of the presentation delivered at Annual Conference 2018 in respect of Governance and Trustee Responsibilities. This is under Documents/ Association Governance / Risk Documents.

Promoting the charitable objects

The Branch Committee is primarily responsible for ensuring that the branch fulfils its charitable object. The purpose of the branch as a charity is to support the RAF family in its broadest sense. We are a welfare charity providing support to any serving or ex-serving members of Her Majesty’s Royal Air Forces (which are listed in the Governance Handbook) and their dependents. Whilst anyone can join the Association as a member, only those who serve, have served and their dependants are our beneficiaries.

Whilst many branches have Welfare Officers it is essential that individuals undertaking these voluntary roles are appropriately vetted and trained first; details of the process for this can be obtained from your Area Office. However, all branches should be fundraising for the Association, including participating in the annual Wings Appeal, and generally promoting the Association’s welfare services. Contact with local RAF Air Cadet Squadrons is encouraged as is engagement with the local authority’s armed forces champion and community initiatives. As a member-led welfare charity all branches are strongly encouraged to grow their membership; members need not be serving members of the Royal Air Force or have served previously, but must accept the aims and objects of the Association and commit themselves to work actively to promote the aims and objects.

Trustee payments & expenses

Being a charity trustee is a voluntary role; trustees cannot be paid without express Charity Commission consent and unless it is permitted in the charity’s governance document. The Governance Handbook – BR 10.2.7 does not permit the payment of trustees (no honoraria allowed) although expenses may be claimed.

Property

Where a Branch has a property this charity land. Whilst legal title to the property is likely to be vested in the Association (a branch is an unincorporated association and cannot own property in its own name but the Association is incorporated by virtue of its Royal Charter), responsibility for the day to

day management of the property remains with the Branch together with the right to any income from the property (e.g. rent). Where there is a Branch Club or other organisation occupying the property there should be a lease in place which identifies responsibilities for maintenance and meeting other legislative and regulatory requirements. If there is no lease in place, the Branch Committee will be responsible. Property ownership and management carries additional responsibilities and the HW Estates Team provide support. However, if you are considering becoming a committee member of a branch with a property you may wish to have a more detailed discussion with the existing committee members in advance; building surveys and fire risk assessments have been carried out in the past 12-18 months and asbestos surveys are in the process of being carried out.

Other legal requirements


In addition to complying with Charity law, the Branch Committee is responsible for ensuring that the branch complies with all other laws. Being a charity or being part of a Royal Charter organisation does not absolve the Branch from complying with the law including data protection (GDPR), equality and diversity, health & safety and safeguarding. We are in the process of planning branch development and support workshops to provide branch committee members with further information and guidance on a range of topics including governance and trustee responsibilities, finance, data protection, health and safety, safeguarding and equality.

Conflicts of Interests

Managing conflicts of interest is essential for all charities but this is particularly important for branches with clubs. RAF Association Branches & RAF Association Branch Clubs are separate organisations with different purposes. It is a legal requirement that branches and branch clubs are kept separate; the Branch Committee's fundamental role is to act in the best interests of the branch as a charity providing welfare to its beneficiaries. Branch funds may not be used to support a club business and where the club is occupying branch property there should be a lease in place with an arms' length market rent.

If the Branch and Club Committees comprise the same people it is not possible to follow the Charity Commission guidance on managing conflicts of interest and to exclude those with a conflict of interest from the decision making because that would leave no one to make a decision. It is not therefore appropriate for branches and clubs to share the same committee, there should be different people on both.

If you require any further information about being a branch committee member please speak to a member of the existing committee or your Branch Support Officer. The Charity Commission has a wealth of helpful guidance: <https://www.gov.uk/government/organisations/charity-commission>



ful and look forward to working with you.

Martin Bell
Branch Governance Officer